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(202) 551-1725
carlnorthrop@paulhastings.com

April 27, 2011

57739.00001

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: WT Docket No. 07-195 (AWS-3); WT Docket No. 04-356 (AWS-2); WT Docket No. 06-150 and PS Docket No. 06-229 (700 MHz D Block); WT Docket No. 05-265 (Data Roaming); ET Docket No. 10-142 (MSS Flexibility); WT Docket No. 07-293 (WCS); WT Docket No. 11-65 (AT&T/T-Mobile Transaction); GN Docket No. 09-191 and WC Docket No. 07-52 (Open Internet); WC Docket No. 10-90, GN Docket No. 09-51, WC Docket No. 07-135, WC Docket No. 05-337, CC Docket No. 01-92, CC Docket No. 96-45 and WC Docket No. 03-109 (Intercarrier Compensation); WC Docket No. 07-245 (Pole Attachments)
Oral *Ex Parte* Communication

Dear Ms. Dortch:

On April 26, 2011, Roger D. Linquist, President, Chief Executive Officer and Chairman of the Board of MetroPCS Communications, Inc. ("MetroPCS"), Mark A. Stachiw, Executive Vice President, General Counsel and Secretary of MetroPCS and Carl W. Northrop of Paul, Hastings, Janofsky & Walker LLP ("Paul Hastings") met with Chairman Julius Genachowski and Edward Lazarus, Chief of Staff, Rick Kaplan, Chief Counsel and Senior Legal Advisor, and Zac Katz, Legal Advisor for Wireline Communications, International and Internet Issues for Chairman Genachowski.

Using the attached handout, Mr. Linquist provided an overview of the competition MetroPCS brings to the wireless marketplace. Mr. Linquist outlined the spectrum position of MetroPCS in comparison to the "Big-4" national wireless carriers, and urged the Commission to explore every available option to make additional unencumbered paired broadband wireless spectrum available as soon as possible, as the company has advocated in public comments in many of the above-referenced proceedings. MetroPCS also encouraged the Commission to complete the allocation and service rules for the H and J Blocks (AWS-2) and to auction the AWS-2 spectrum as soon as possible.

MetroPCS emphasized the importance of the Commission's recent actions on voice roaming, data roaming and pole attachments, and encouraged the Commission to proceed with comprehensive intercarrier compensation reform.

Marlene H. Dortch
April 27, 2011
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Mr. Linquist also urged the Commission to accord MetroPCS the flexibility it needs to implement innovative, differentiated service plans with a minimum of Government mandates

Kindly refer any questions in connection with this letter to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Carl W. Northrop', with a stylized, flowing script.

Carl W. Northrop
of PAUL, HASTINGS, JANOFSKY & WALKER LLP

cc: (via email) Chairman Julius Genachowski
Edward Lazarus
Rick Kaplan
Zac Katz

ATTACHMENT

metroPCS.

*“David & Goliath”
in
Cellular Communications*



Any statements not of historical fact are forward-looking statements within the meaning of federal and state securities laws. Forward-looking statements can be identified by words such as "anticipates," "projects," "plans," "believes," "estimates," "expects," and other similar expressions. Examples of forward-looking statements include, but are not limited to, statements we make regarding future mobile data usage, speeds and devices, performance and efficiencies of 4G LTE and transformative aspects of 4G LTE technology, and the future for LTE. Statements made during this presentation that are forward-looking statements are subject to various risks, assumptions and uncertainties. These risks and uncertainties include, but are not limited to, our ability to grow our business, the effects of competition, the ability to execute on our business plan, our ability to acquire spectrum, the U.S. economy, the ability of our vendors and suppliers to provide us with the equipment and services we need when needed, and risks and uncertainties described in our Annual Report on Form 10-K for the year ended December 31, 2010, and our quarterly reports on Form 10-Q, and current reports on Form 8-K, all of which are on file with the SEC, and may be obtained free of charge through the SEC's website at <http://www.sec.gov>, from the Company's website at www.metropcs.com under the investor relations tab, or from the Company by contacting the Investor Relations department. Such forward-looking statements are made based on third party reports and studies, management's experience in the industry, as well as its perceptions of historical trends, current conditions, expected future developments and other factors management believes are appropriate under the circumstances as of the date of this presentation unless specified as of some earlier date. Actual financial results, performance or results of operations may differ materially from forward-looking statements expressed in this presentation. The results or trends from any period presented may not be reflective of financial or operating results for any subsequent period or the entire year. MetroPCS undertakes no duty to update or supplement any forward-looking statements, except as required by law. MetroPCS does not plan to update or re-affirm guidance except through formal public disclosure in compliance with Regulation FD.

Unless otherwise noted, all information presented herein is taken or derived from publicly available information.

This presentation includes certain non-GAAP financial measures, including Cost Per Gross Addition (CPGA), Cost Per User (CPU), Average Revenue Per User (ARPU) and Consolidated Adjusted EBITDA. For definitions of such terms and reconciliations to the most comparable GAAP measures, please see our filings with the SEC, including our Annual Report on Form 10-K for the year ended December 31, 2010 as well as subsequent quarterly reports on Form 10-Q and current reports on Form 8-K.

MetroPCS and Wireless for All are service marks of MetroPCS Wireless, Inc. Other service marks or trademarks made herein are the property of their respective owners.

Company Highlights – Cellular Communication Services

MetroPCS

❑ Company Formation (1994)

3 People

❑ Initial Capitalization (1995/96)
(for FCC Spectrum Auctions)

\$100M

❑ Capital Raised for Launching Operations (2000)

\$350M

❑ Cellular Service Launched (2002)

S. Florida

Atlanta

Northern California

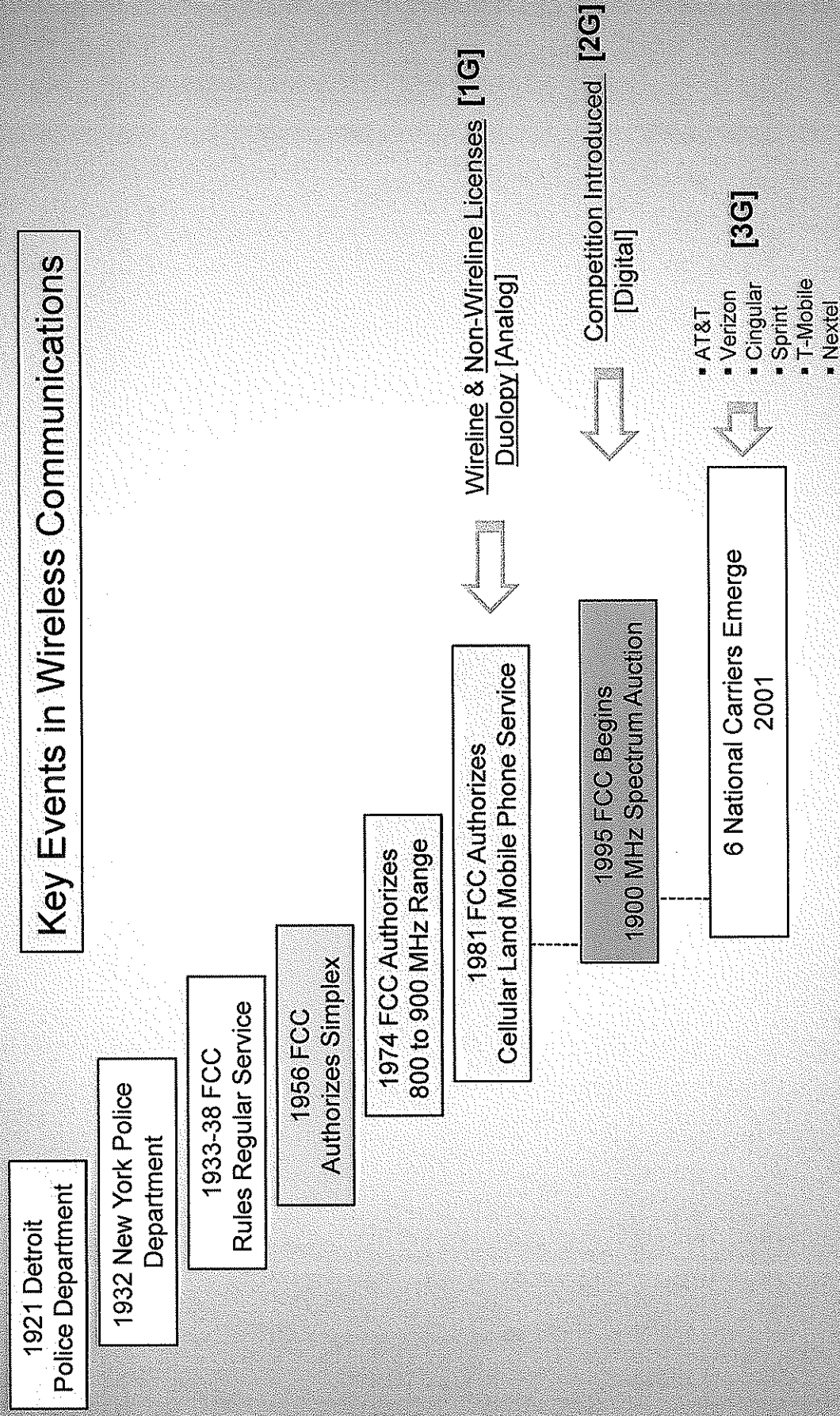
❑ Fifth Largest Infrastructure Based Carrier (2009)

9 of 12 Top US Markets

	2010
▪ Revenue -	\$4.1B
▪ EBITDA -	\$1.2B
▪ Subscribers –	8.1M

• New York
• Los Angeles
• San Francisco
• Dallas/Ft. Worth
• Philadelphia
• Atlanta
• Detroit
• Boston
• Miami

Wireless Communications Timeline



David vs Goliath

2001

National Carriers

- Verizon
- Cingular
- AT&T
- Sprint
- T-Mobile
- Nextel

Regional Carriers

- US Cellular
- Leap Wireless
- Rural Cellular
- Dobson
- Western Wireless
- Alltel
- Others (10)

*MetroPCS Launched in 1Q 2002
in Major Markets*



**Taking the
'road less traveled.'**

- **Pioneered ...**
 - Flat rate
 - Unlimited category
 - No annual contract business model
- **Used advanced network technology**
 - 1xRTT/CDMA network in '02
 - 6 sector cells in '04
 - DAS networks in '07
 - All-IP backhaul
 - 4G LTE in '10
- **Technology driven cost/price leadership**

Give customers a post-pay experience
with simplicity, predictability,
flexibility and affordability

Focus on Long-Term Success – Wireless for All

No Annual Contract

metroPCS.

Providing a Post-Pay Experience for Pay-in-Advance Customers

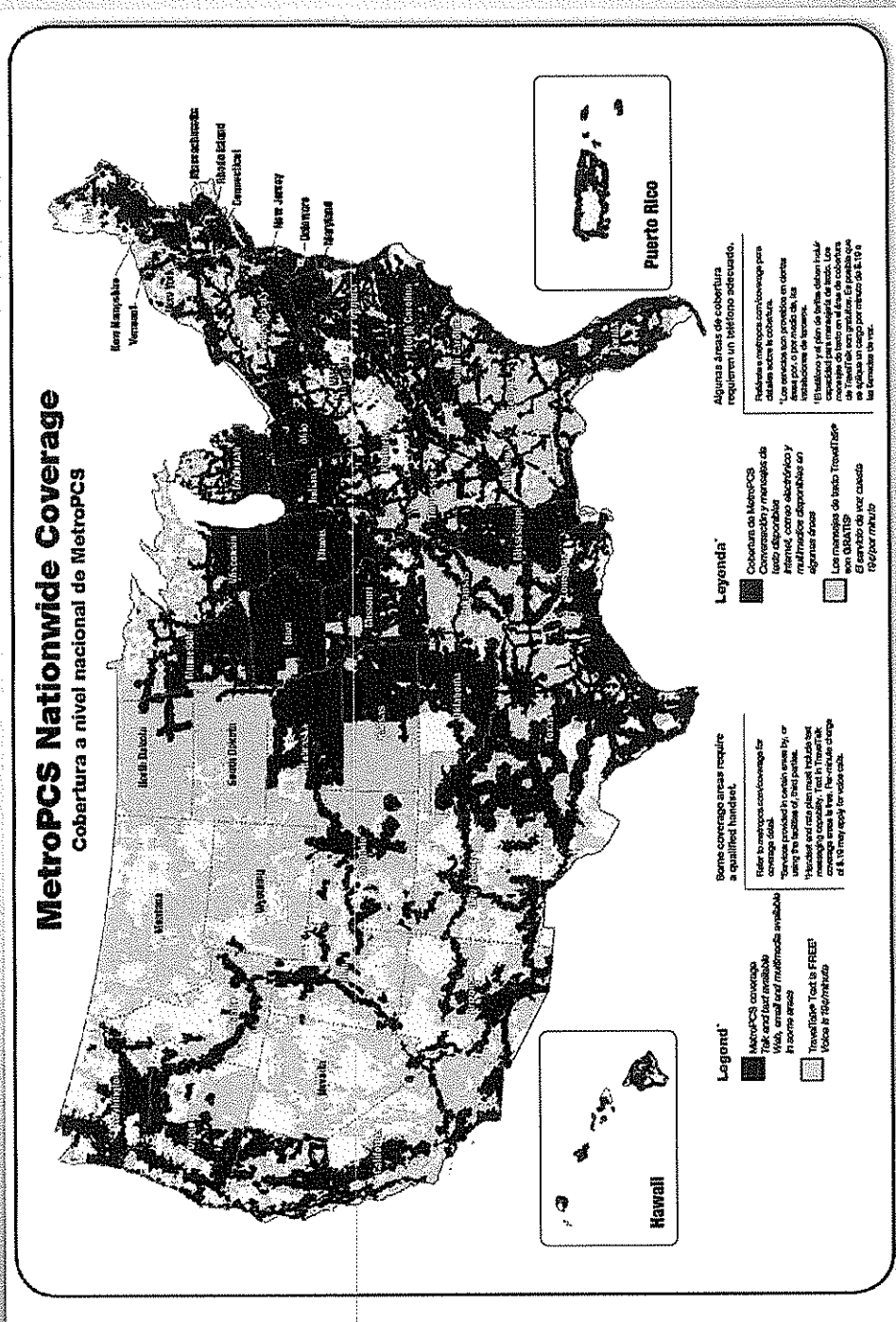
Extensive Handset Line-up



Valuable Services

National Coverage, Smartphones, Unlimited Talk, Text and Web

“Metro USA” – National Coverage



Industry Low Cost Position

Key Drivers of Efficiency

Key Financial Metrics

Ind. Avg.

PCS

Cost per
Gross Add
(CPGA)

\$162

\$365

- Simplicity of product offering
- Cost-effective distribution
- Limited handset subsidy

Cost
per User
(CPU)

\$18.83

\$24.22

- Efficient network design
- Effective operations/outsourcing
- Increasing scale benefits

Cum. CapEx
per Covered
POP⁽¹⁾

\$50

\$207

- High population density
- Relevant coverage
- CDMA spectrum efficiency
- Enhanced return on capital

Cost
of Churn⁽²⁾

\$5.67

\$6.49

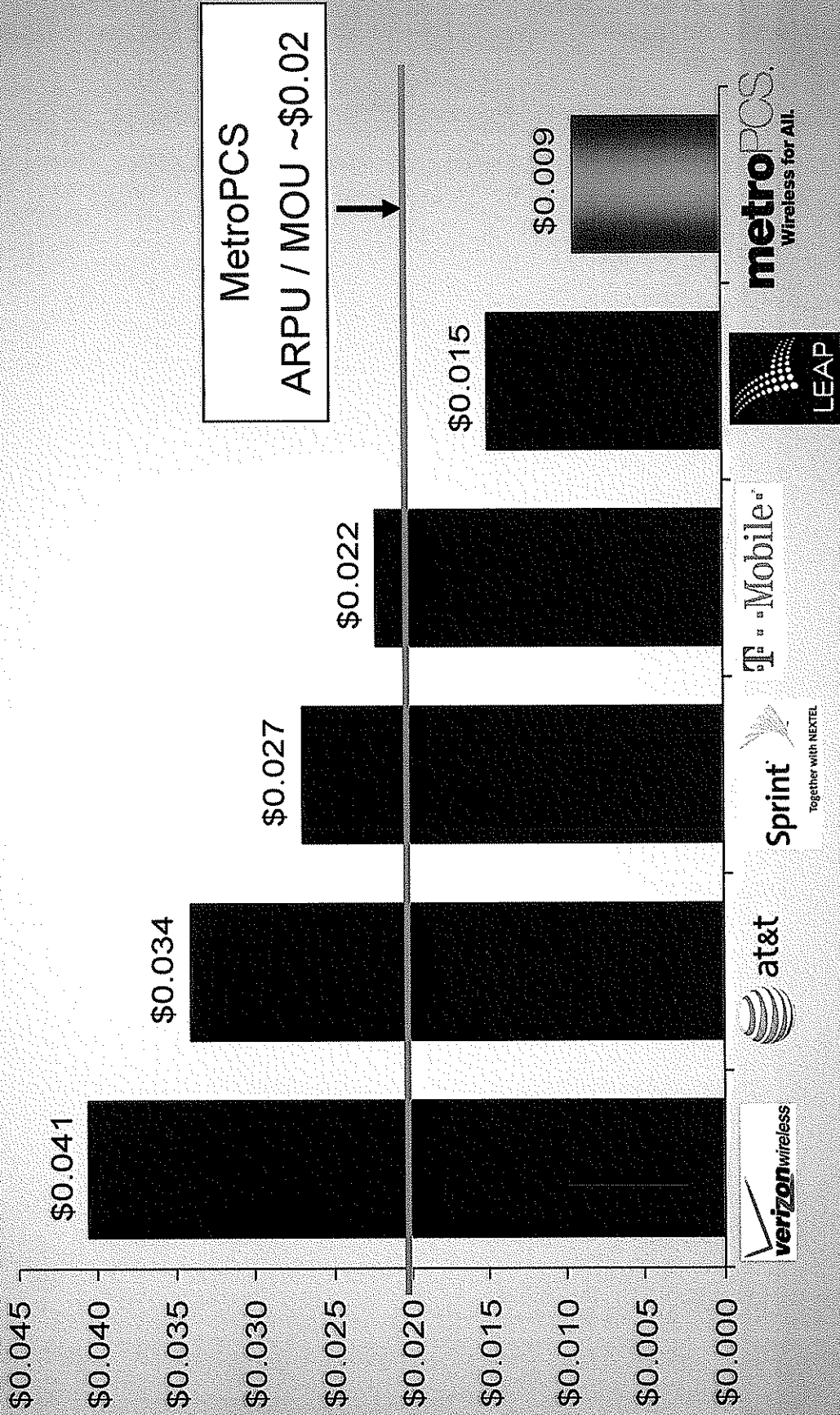
- Low CPGA mitigates higher organic churn
- Significant competitive differentiator

Note: Industry averages include 4Q10 data for MetroPCS and most recent data for AT&T Mobility, Verizon Wireless, T-Mobile and Sprint Nextel. Information based on publicly reported metrics and Wall St. research and estimates.

(1) MetroPCS cumulative consolidated capex of approximately \$4.9 billion and covered POPs of approximately 98 million as of 4Q10.

(2) Cost of churn is CPGA multiplied by churn rate and peer group includes AT&T, Verizon Wireless, T-Mobile, Sprint Nextel and Leap Wireless.

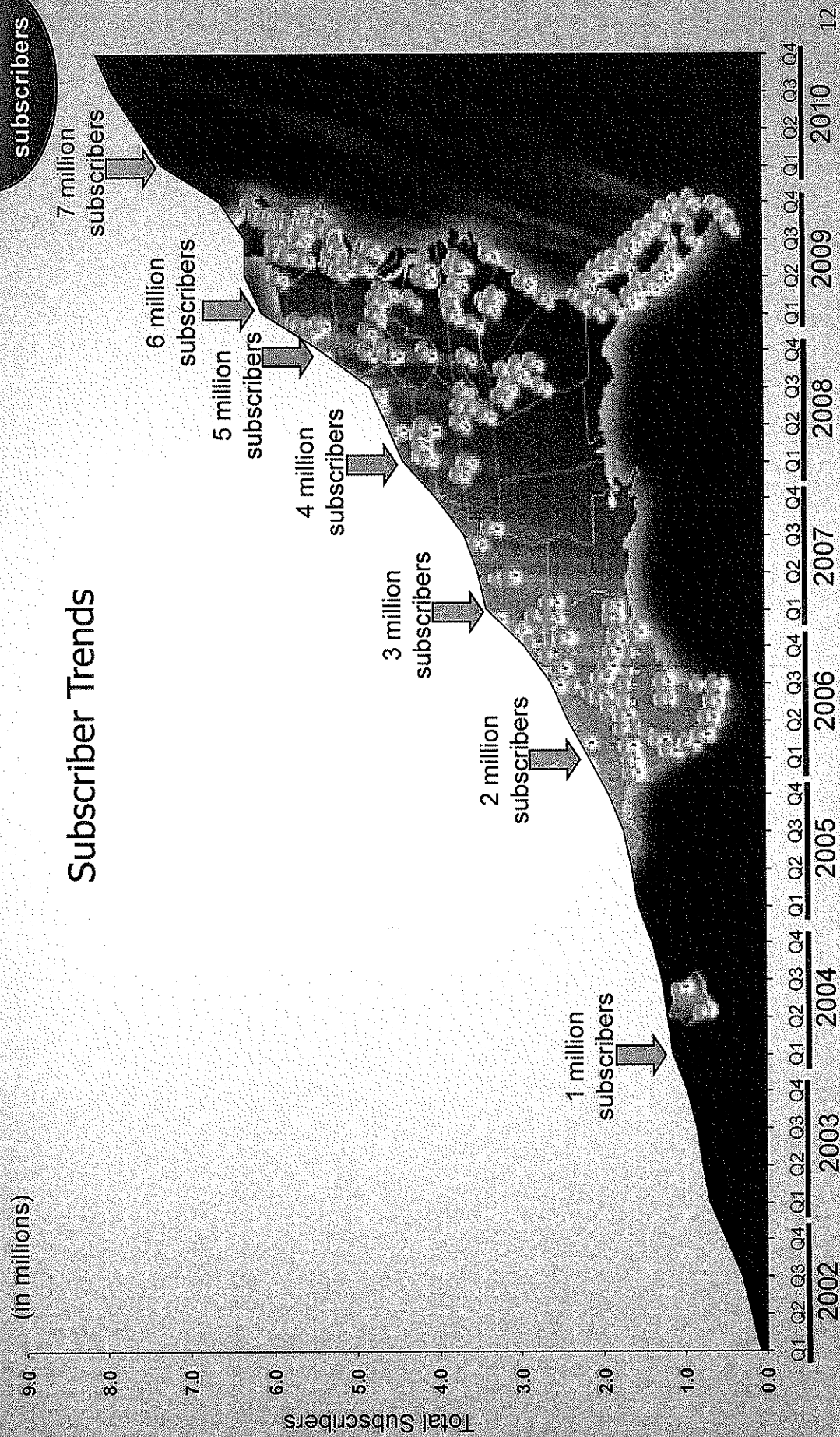
CPU / MOU



Note: Most recent company results and Wall St. estimates used for Verizon Wireless, Sprint, AT&T Mobility, T-Mobile, Leap Wireless and MetroPCS.

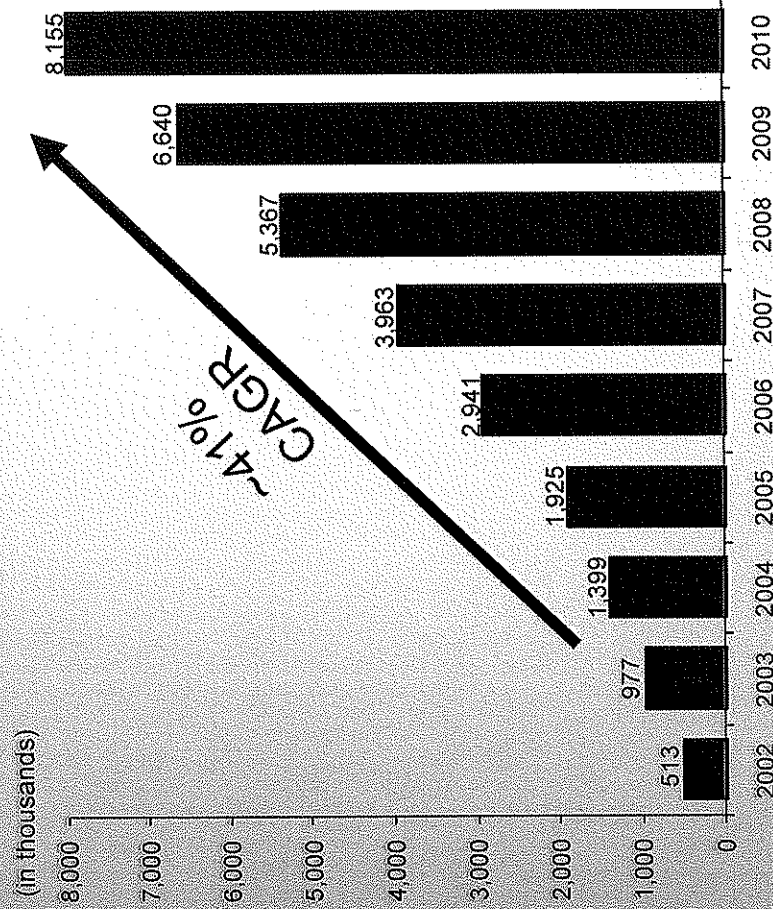
metroPCS.

Industry Leading Customer Adoption

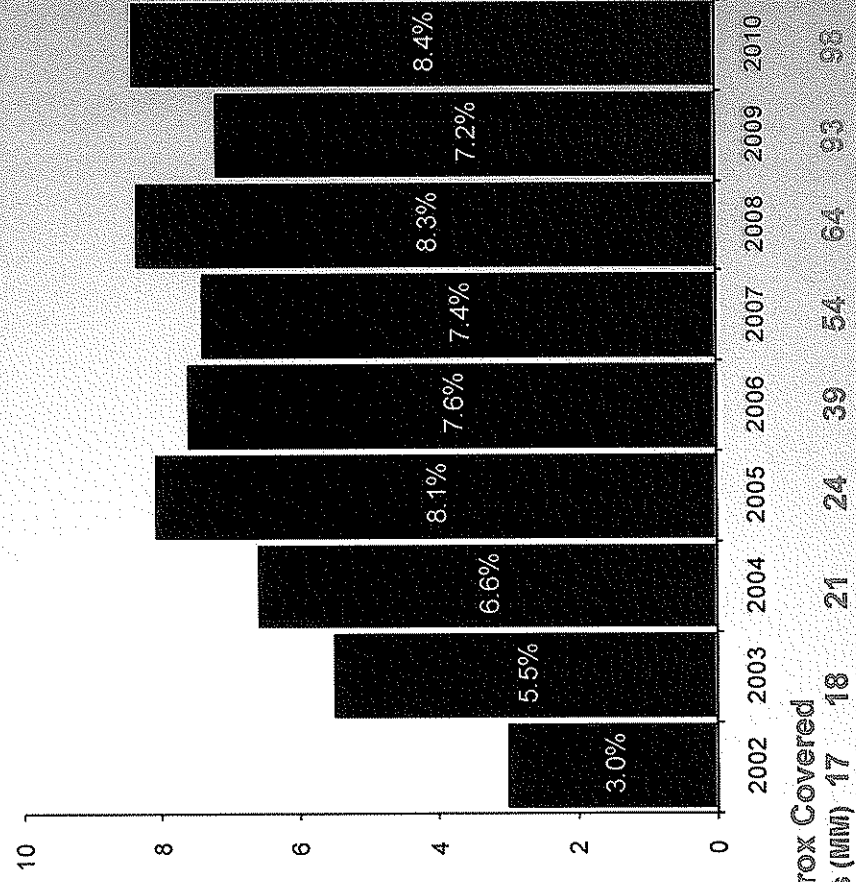


Subscriber Growth

Annual Ending Subscribers



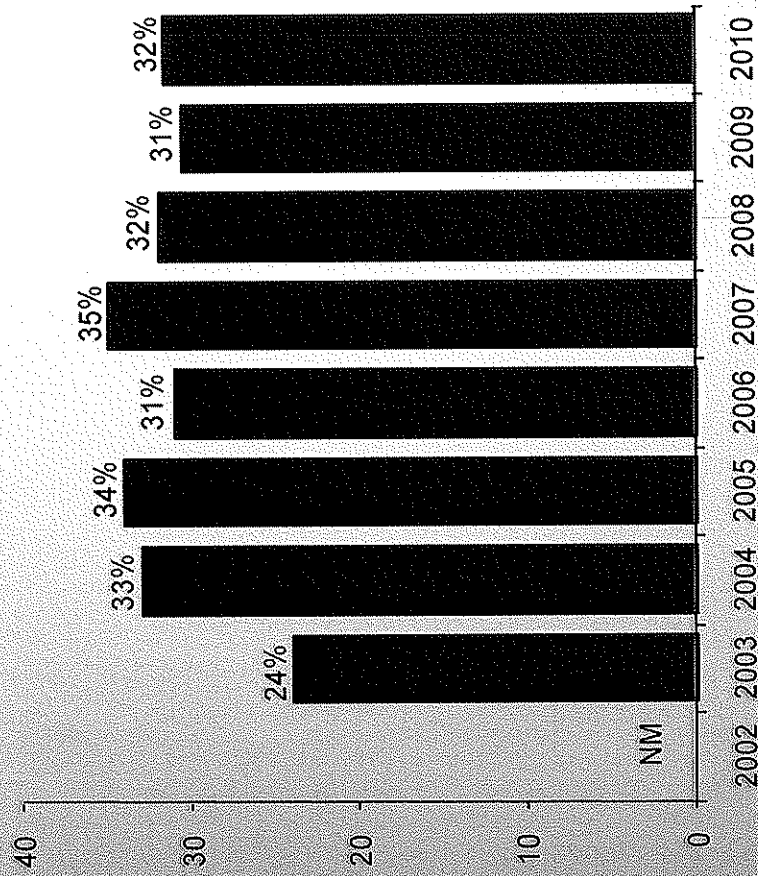
Total Market Penetration



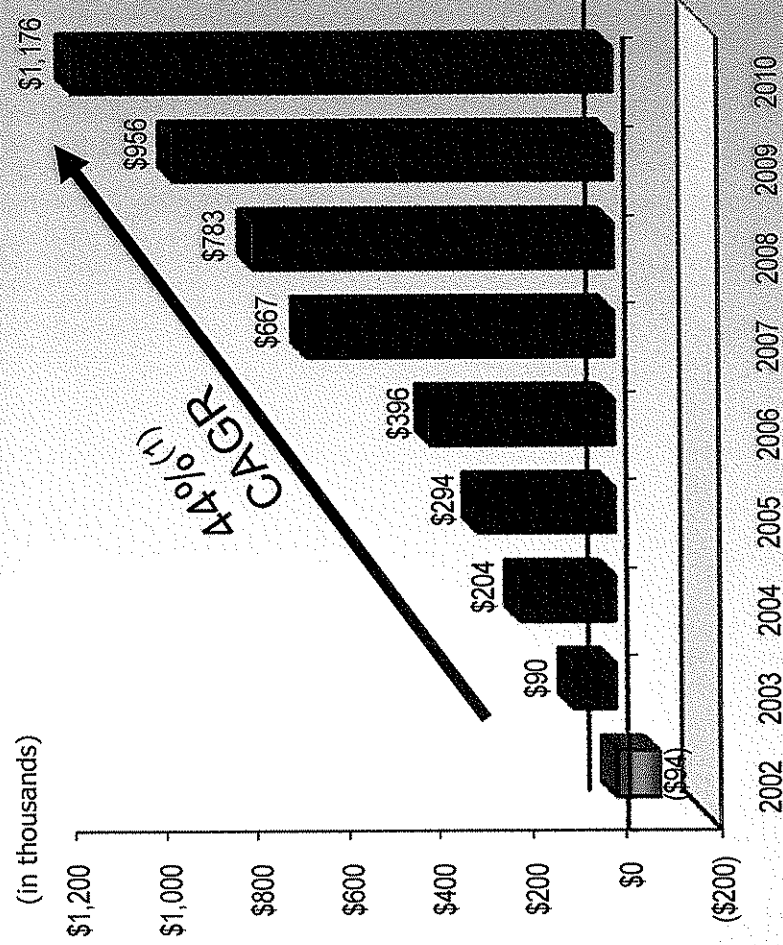
~41% CAGR Subscriber Growth Since 2002

Increasing Adjusted EBITDA and Attractive Margins

Adjusted EBITDA Margin



Adjusted EBITDA Growth



(1) CAGR measures 2003 – 2010 Adjusted EBITDA growth.

2011 Wireless Industry Consolidation & Market Capitalization

Verizon - \$107B

- NYNEX
- Bell Atlantic
- U.S. West (Wireless)
- GTE
- Alltel
- MCI
- Rural Cellular

Sprint - \$14B

- Nextel
- iPCS
- Ubiquitel
- Nextel Partners
- Alamosa
- MCI
- US Unwired

AT&T - \$180B

- Southwestern Bell
- Pacific Telesis
- Bell South
- Ameritech
- AT&T Wireless (McCaw Cellular)
- Centennial
- Dobson



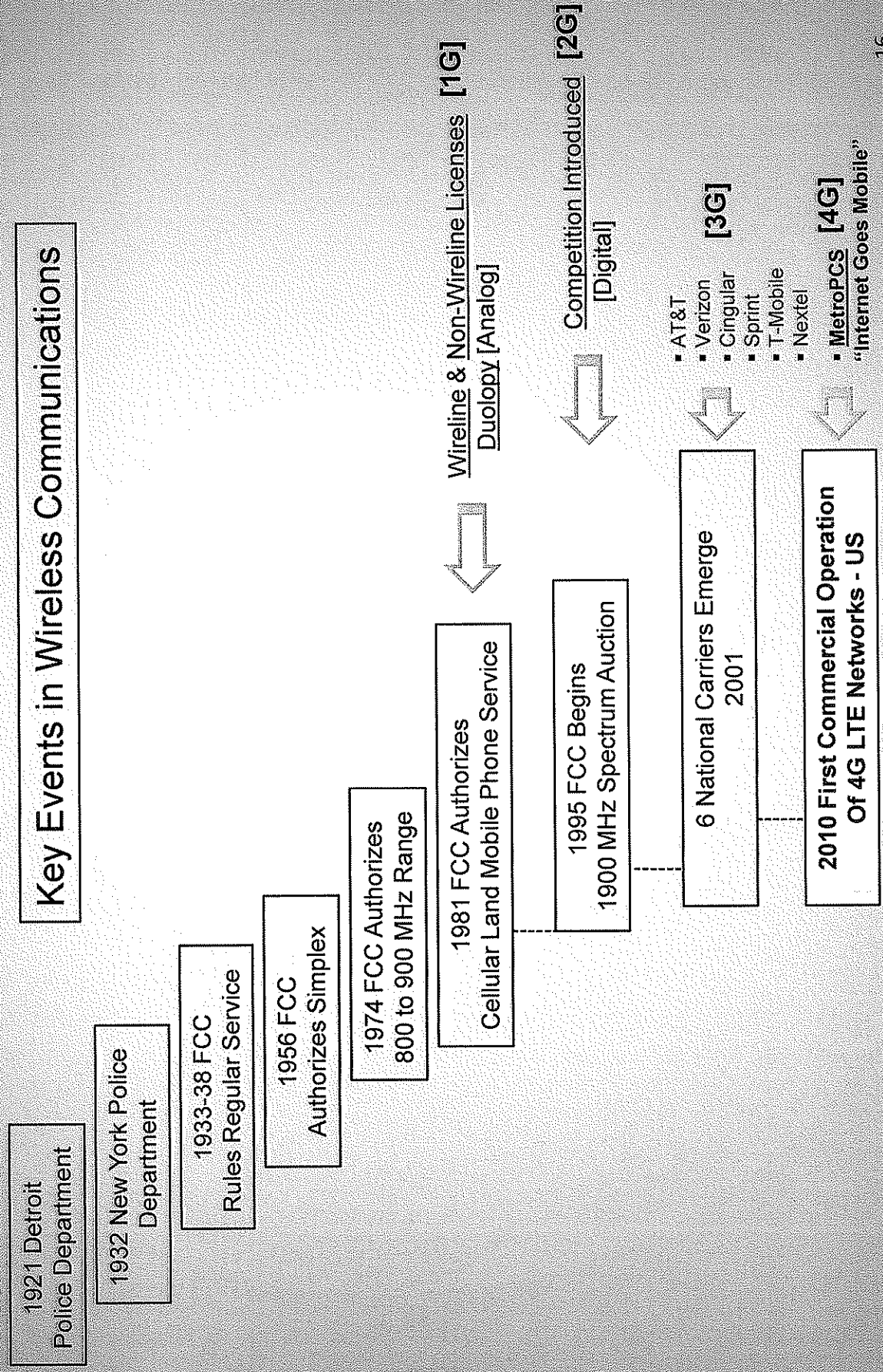
T-Mobile - \$39B

- Voice Stream - (5 Acquisitions)
- Sun Com Wireless

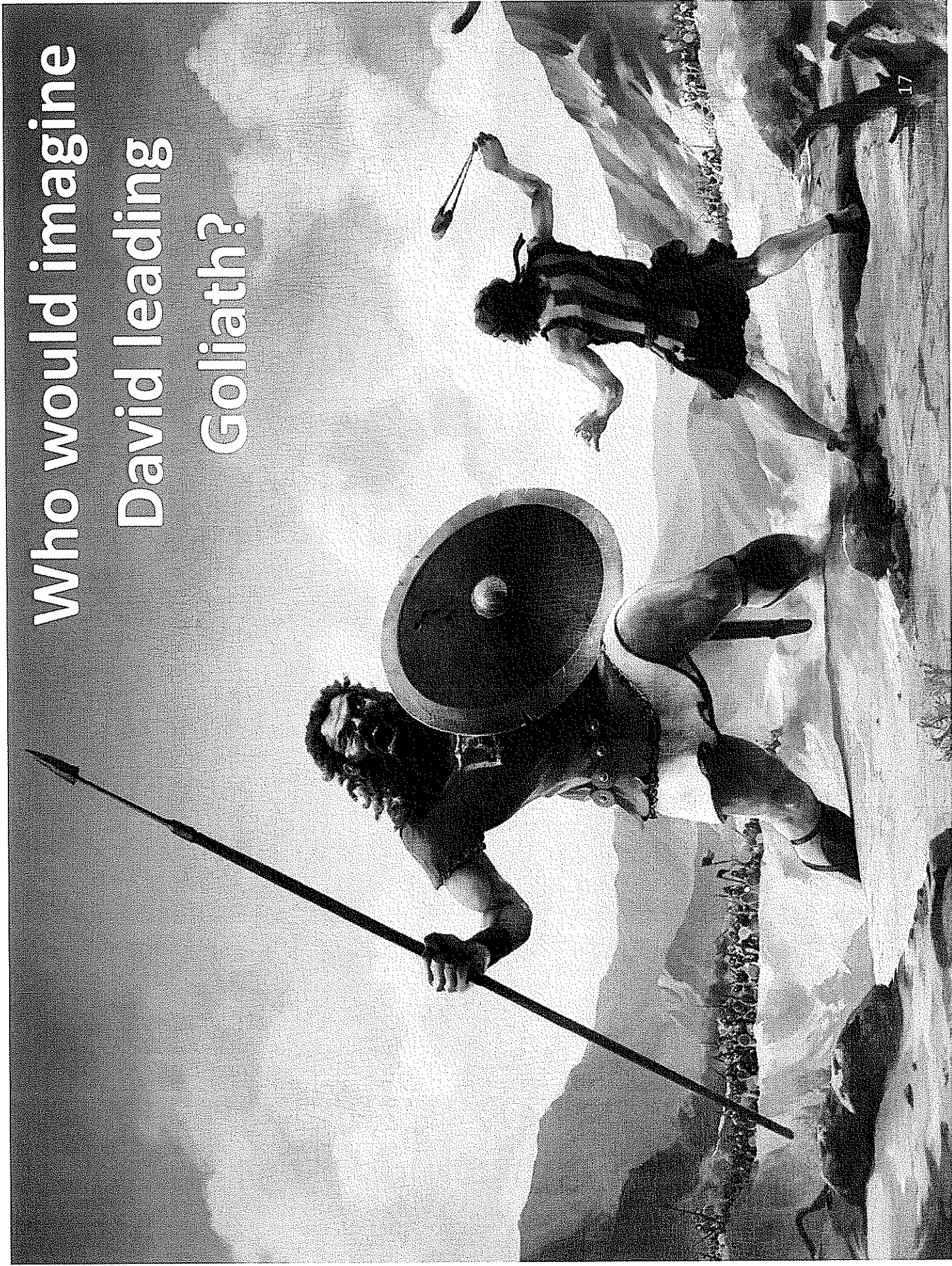
MetroPCS - \$6B

Note: Market Capitalization
(as of 4/7/11)

Wireless Communications Timeline



Who would imagine David leading Goliath?



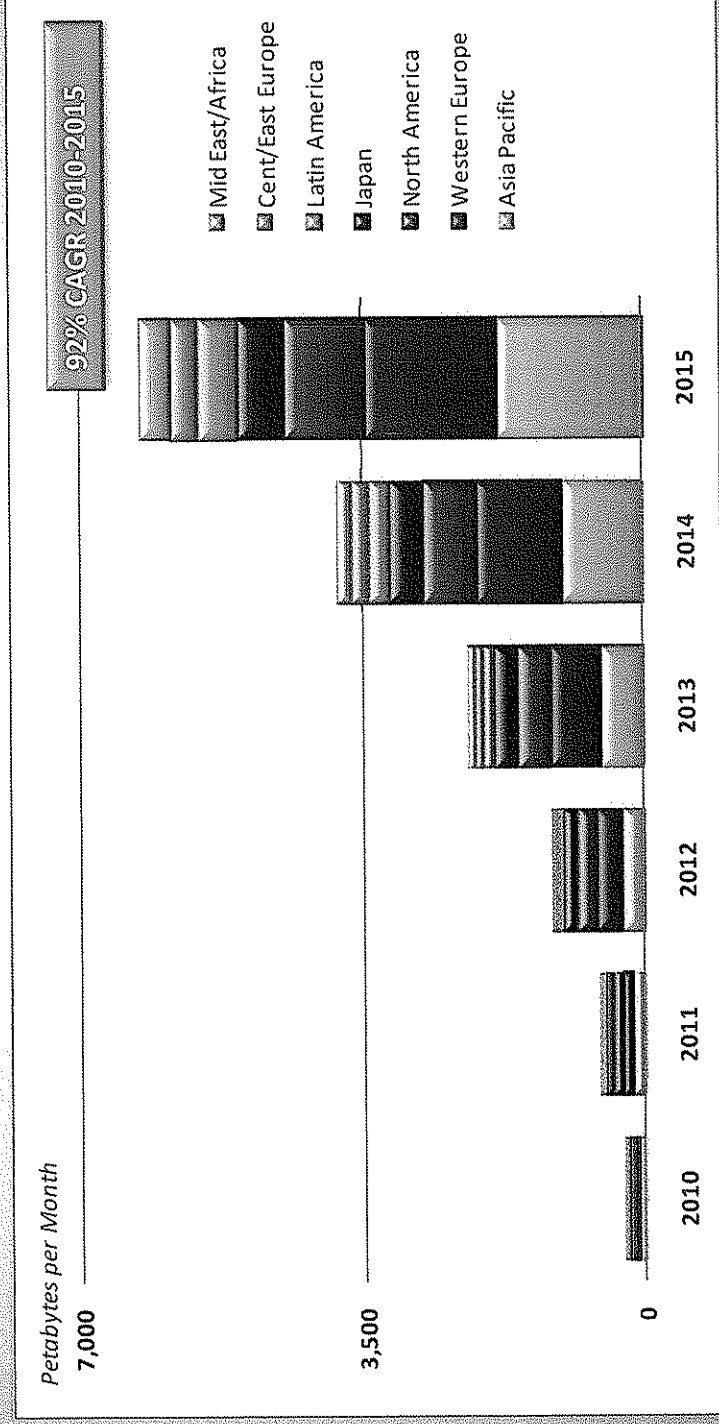
Why First and Why Now?

- **Timing and cost-performance**
- **Motivate an ecosystem**
- **Maximize usage of our spectrum and existing infrastructure assets**
- **Meet customers' current and evolving demands**



Mobile Data Usage Forecast

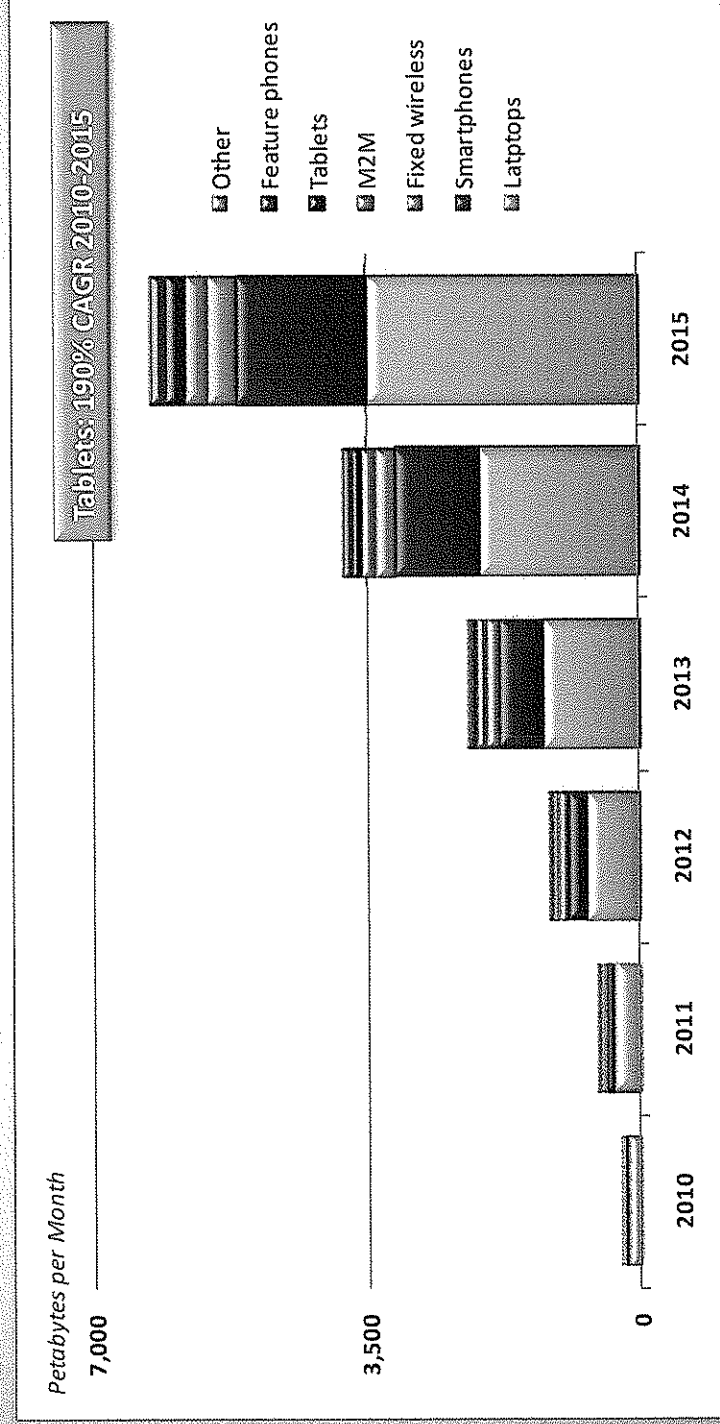
- Mobile data expected to at least double each year through 2015
- Two-thirds of mobile data traffic will be video by 2015
- Mobile network connection speeds will increase 10X by 2015



Source: Cisco VNI: Global Mobile Data Traffic Forecast Update 2010-2015

Mobile Data Use: Device Landscape

- Laptops and smartphones lead traffic growth and should continue dominance
- Smartphones are only 13% of total handsets in use today, but use over 78% of data
- Tablets will account for a more significant portion of mobile data traffic by 2015



4G!

With no annual contract.



STANDARD
Craft™

Introducing the Samsung Craft™ by MetroPCS.

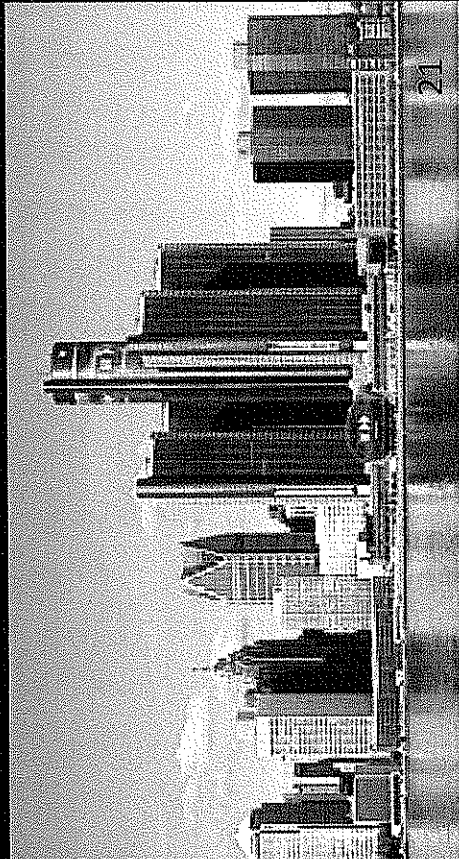
Browse like you never have before. Connect instantly. Go YouTube. Flickering. Facebooking. Start Twittering. Messaging. Streaming. Download anything. Anytime. All for only \$60 a month including taxes and regulatory fees.

On a 4G LTE network. All from MetroPCS.

Download & stream video ■ Unlimited talk, text, web, email and video ■ No annual contract

SAVE on a
Samsung
\$50 Craft™
INSTANTLY LIMITED TIME OFFER

metroPCS.
Wireless for All



It's a network

transformation

- Standards and open ecosystem key drivers
- Order of magnitude improvement over CDMA

~10x

- Data rates
- Capacity expansion
- CAPEX investment reduction
- Incremental OPEX backhaul savings

- VoIP with VoLTE is key
- Flat, all-IP network to scale
- Future with LTE Advanced

Future for LTE

- Global standardization (FDD/TDD)
- Pervasive wireless connectivity ... drives life style changes at home and when mobile
- Universal SIM card adoption empowers subscribers maximizing cost/performance
- Worldwide volume of appliances drives “learning curve” cost reduction



Consumers
Win!

metroPCS
